

P06000063172

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/10/06--01022--001 **105.00

04/10/06--01022--002 **8.75

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06 APR 10 AM 8:31
SECRET
TALLAHASSEE, FLORIDA

May. 4. 2006 3:10PM

No. 4992 P. 2

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ELI Miami Inc.

(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Elizabeth Ann Potter

(Contact Person)

ELI MIAMI INC

(Firm/Company)

1236 Drexel Ave #3

(Address)

Miami Beach, FL 33139

(City, State and Zip Code)

For further information concerning this matter, please call:

Elizabeth Ann Potter

(Name of Contact Person)

at (786) 543.7764

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees

☐ \$113.75 Filing Fees
and Certificate of
Status

☐ \$113.75 Filing Fees
and Certified Copy

☐ \$122.50 Filing Fees,
Certified Copy, and
Certificate of Status

PAID 4-12

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

May. 4. 2006 3:10PM

No. 4992 P. 3

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Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

06 APR 10 AM 8:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

ELI Miami LLC L06 000025961
(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on 3/10/2006
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

ELI Miami Inc.
(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date: 5/5/2006
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 4th day of May, 20 006

Signature: *Elizabeth Ann Potter*
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)

Printed Name: Elizabeth Ann Potter Title: Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fees:

Certificate of Conversion:	\$35.00	PAID
Fees for Florida Articles of Incorporation:	\$70.00	
Certified Copy:	\$8.75 (Optional)	PAID
Certificate of Status:	\$8.75 (Optional)	

Articles of Incorporation
For
ELI Miami Inc.

Article 1.

The name of the corporation is ELI Miami Inc.

Article 2.

The principal place of business and mailing address is:
1236 Drexel Ave #3
Miami Beach, FL 33139

Article 3.

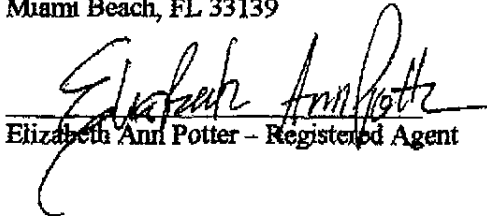
The corporation shall be authorized to issue 1500 shares of common stock.

Article 4.

The name and address of the initial director is:
Elizabeth Ann Potter
1236 Drexel Ave #3
Miami Beach, FL 33139

Article 5.

The name and address of the registered agent is:
Elizabeth Ann Potter
1236 Drexel Ave #3
Miami Beach, FL 33139


Elizabeth Ann Potter - Registered Agent

I hereby am familiar with and accept the duties
and responsibilities as registered agent.

Article 6.

These articles shall be effective upon filing with the Secretary of State.

Executed by:


Elizabeth Ann Potter - Incorporator

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TALLAHASSEE, FLORIDA